



**MARVEL
COMICS
GROUP**

12¢ **46**
IND. **MAR**

the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY



WHO *SAYS* THIS
ISN'T THE MARVEL AGE
OF VILE NEW VILLAINS?
YOU AND SPIDEY ARE
ABOUT TO BE JOLTED BY:

**"The SINISTER
SHOCKER!"**

THE AMAZING SPIDER-MAN!

"THE SINISTER SHOCKER!"

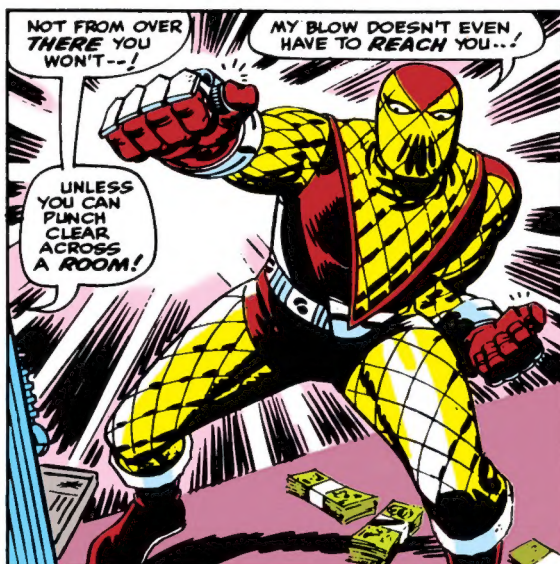
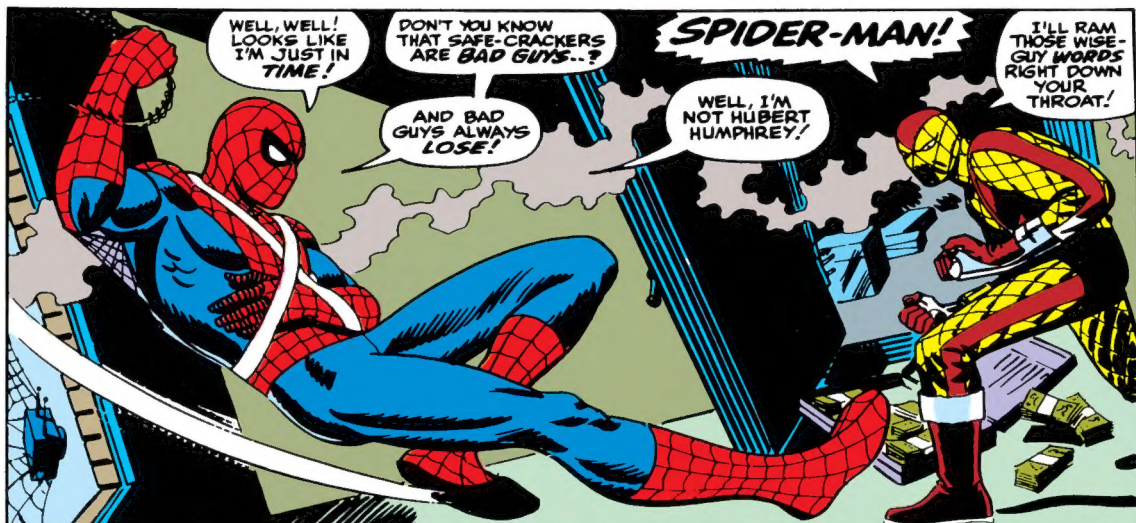
IT STARTS OUT LIKE ANY OTHER NORMAL DAY... FOR A NEIGHBORHOOD SPIDER-MAN, THAT IS! WHILE GINGERLY DOING SOME FRIENDLY WALL-CRAWLING, WAITING FOR HIS INJURED ARM TO HEAL, SPIDEY SUDDENLY FEELS THE ENTIRE BUILDING SHAKE... AS HE IS HURLED FROM HIS PRECARIOUS PERCH --!

A
STAN LEE & JOHN ROMITA
SPIDERIFFIC
SPECTACULAR!

LETTERED BY:
SAM ROSEN

THE WHOLE
WALL -- IT'S
VIBRATING!!
BUT WHY?
HOW?

WEB YOURSELF
FIRMLY TO YOUR
SEAT, SPIDOPHILE...
AND BE SURE
YOUR MASK'S ON
TIGHT! THIS ONE'S
GONNA KNOCK
YOU OUTTA YOUR
TREE --!





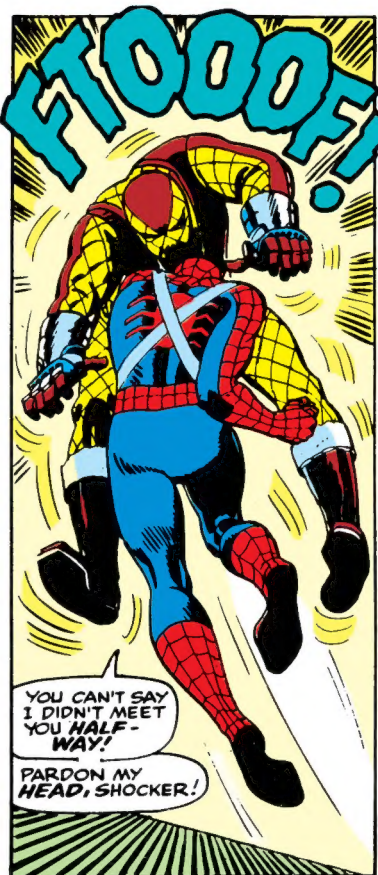


OH, *BROTHER!* THAT CLOWN'S AS GOOD AS HE SAYS HE IS!

STAY WHERE YOU ARE, SPIDER-MAN! IT'LL SAVE YOU THE TROUBLE OF FALLING AGAIN AFTER MY NEXT BLOW!

AND HAVING TO FIGHT WITH A TAPED-UP, INJURED ARM ISN'T EXACTLY *HELPING* MY CHANCES ANY!

UH-OH! I'D BETTER GET A *MOVE* ON...*FAST!*



FLOOOOF!

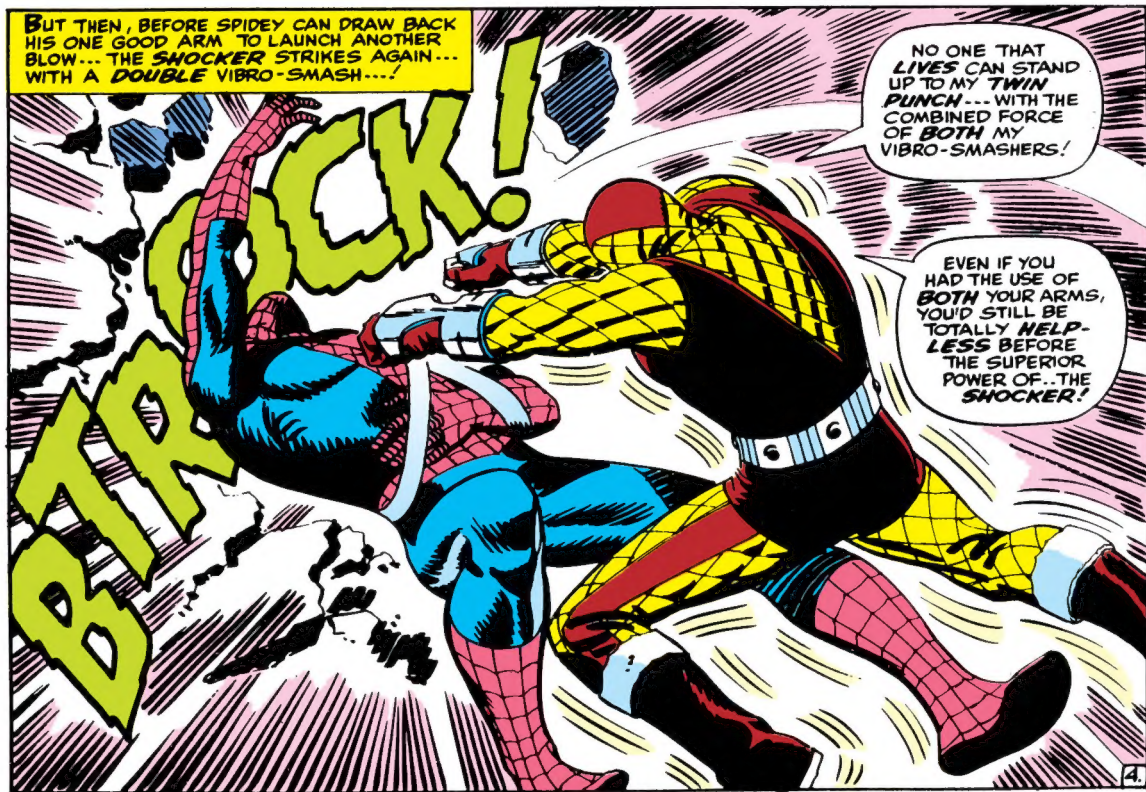
YOU CAN'T SAY I DIDN'T MEET YOU *HALF-WAY!*

PARDON MY HEAD, SHOCKER!



UHHH! IT'S HARD TO NAIL HIM WITH A PUNCH!

HE'S GOT *ANOTHER* BUILT-IN GADGET THAT MAKES HIM *VIBRATE*... DEFLECTING THE FORCE OF MY BLOW!

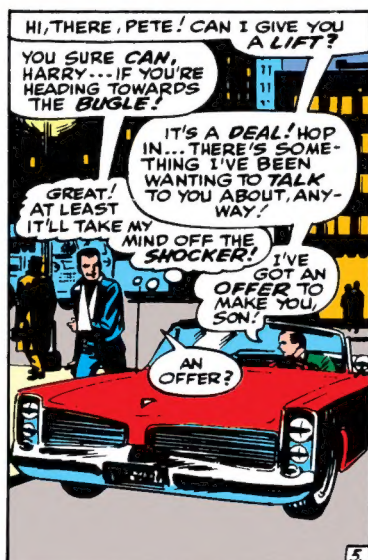
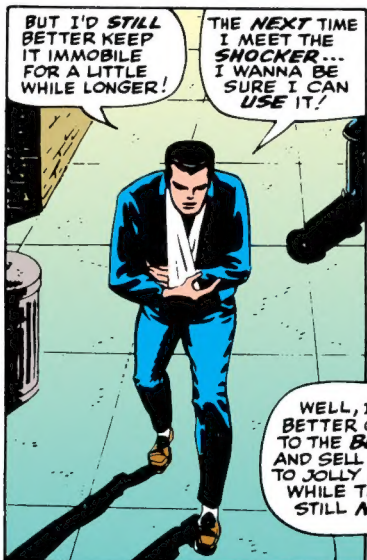
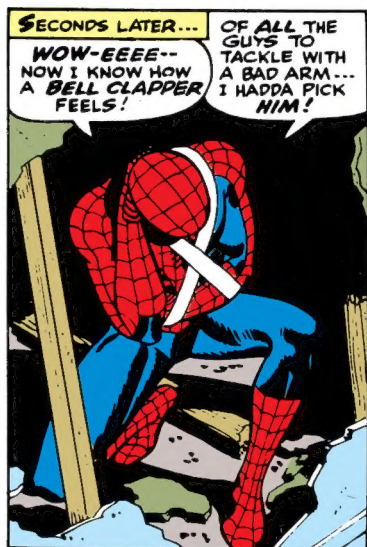


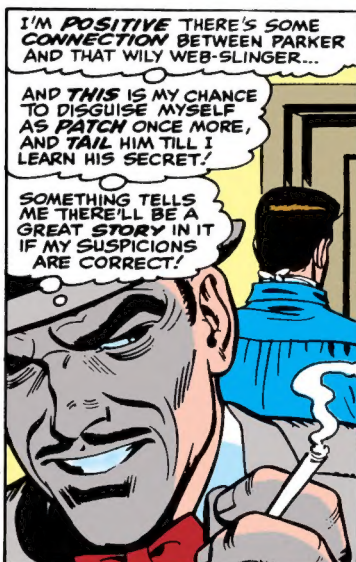
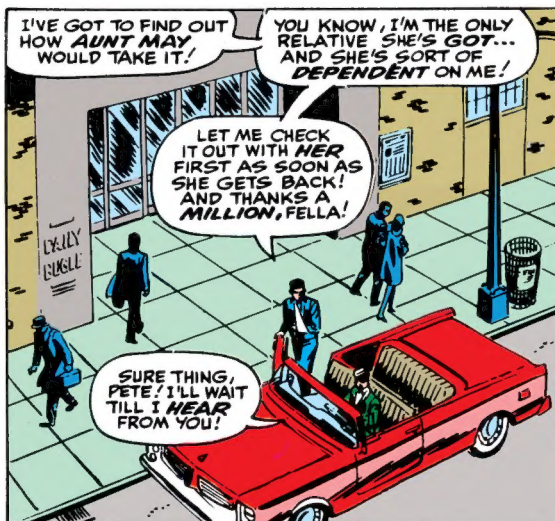
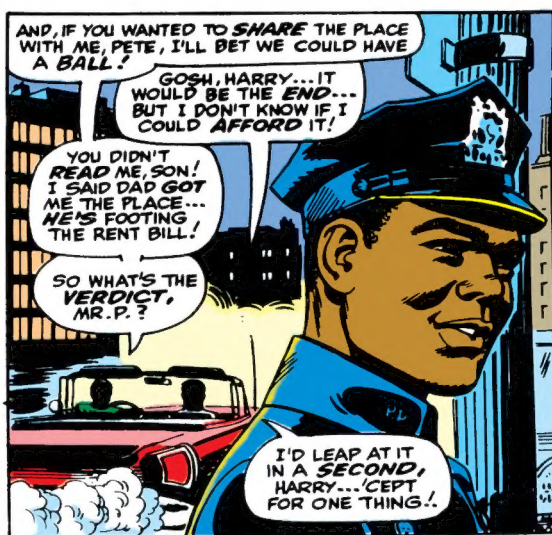
BUT THEN, BEFORE SPIDEY CAN DRAW BACK HIS ONE GOOD ARM TO LAUNCH ANOTHER BLOW... THE *SHOCKER* STRIKES AGAIN... WITH A *DOUBLE VIBRO-SMASH*....

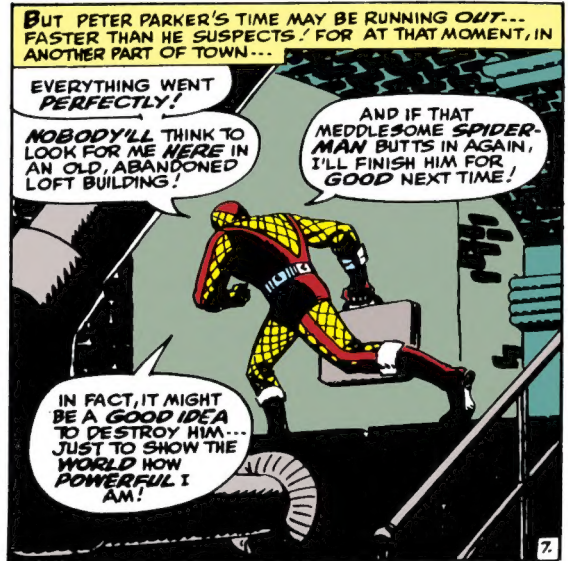
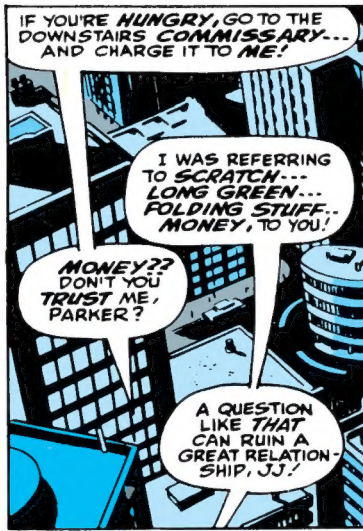
BTRACK!

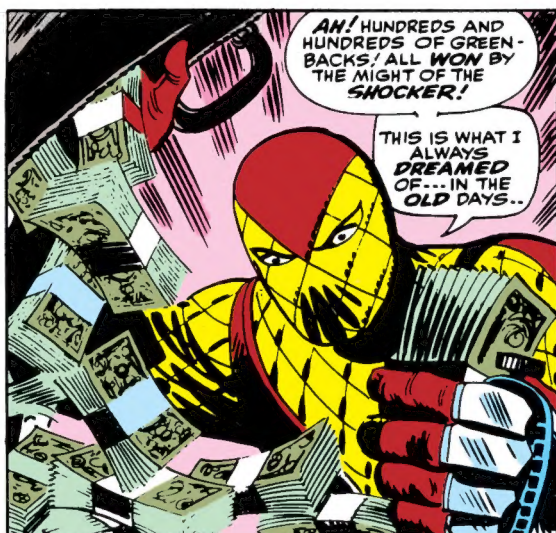
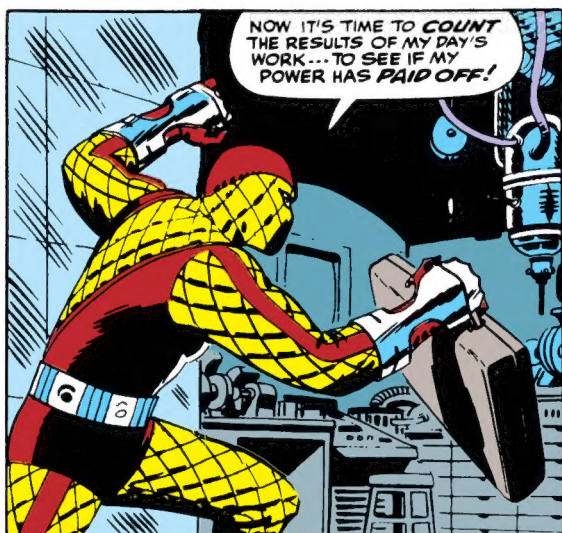
NO ONE THAT *LIVES* CAN STAND UP TO MY *TWIN PUNCH*... WITH THE COMBINED FORCE OF *BOTH* MY VIBRO-SMASHERS!

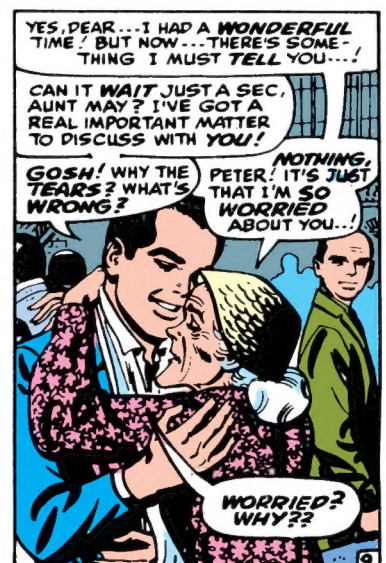
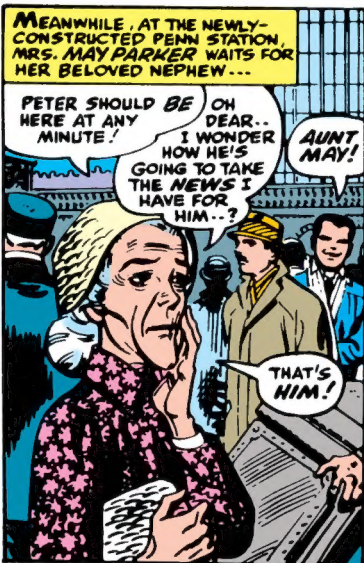
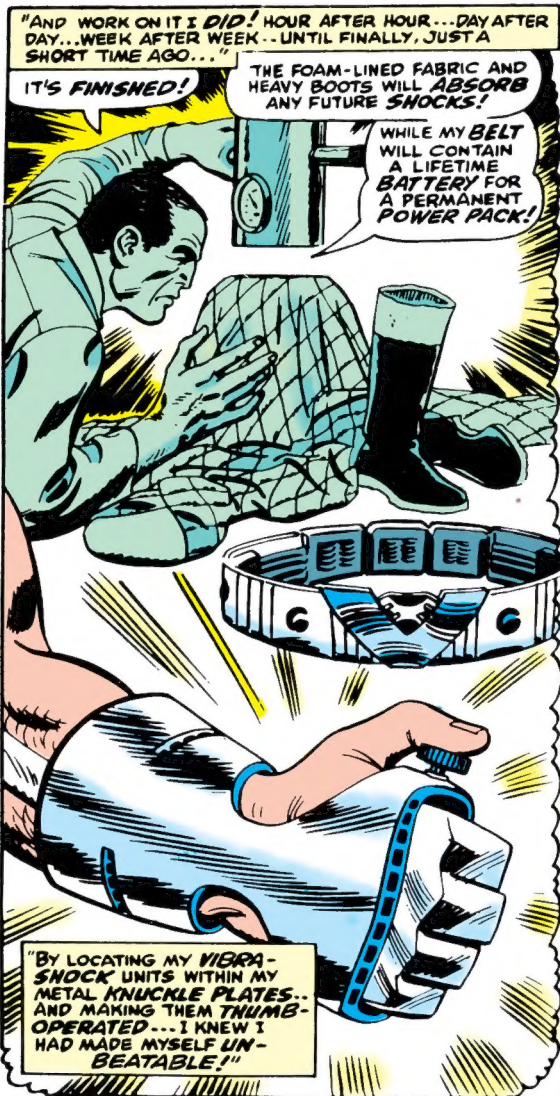
EVEN IF YOU HAD THE USE OF *BOTH* YOUR ARMS, YOU'D STILL BE *TOTALLY HELP-LESS* BEFORE THE SUPERIOR POWER OF...THE *SHOCKER!*

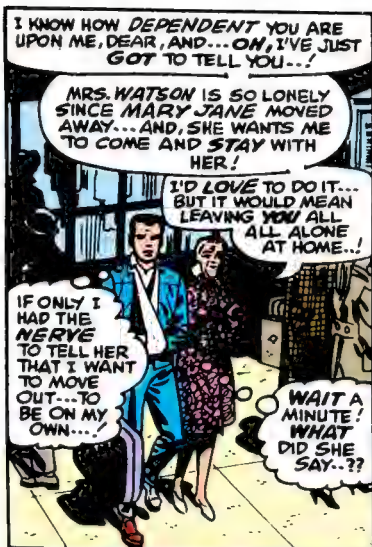












I KNOW HOW **DEPENDENT** YOU ARE UPON ME, DEAR, AND... **OH**, I'VE JUST GOT TO TELL YOU...!

MRS. WATSON IS SO LONELY SINCE **MARY JANE** MOVED AWAY... AND, SHE WANTS ME TO COME AND **STAY** WITH HER!

I'D LOVE TO DO IT... BUT IT WOULD MEAN LEAVING YOU ALL ALONE AT HOME...!

IF ONLY I HAD THE **NERVE** TO TELL HER THAT I WANT TO MOVE OUT... TO BE ON MY OWN...!

WAIT A MINUTE! WHAT DID SHE SAY...??



YOU WANT TO MOVE IN WITH **MRS. WATSON**? BUT... YOU'VE BEEN WORRIED ABOUT LEAVING **ME** ALONE?!!

OH, PETER... I WAS **AFRAID** YOU'D TAKE IT THIS WAY! I... I DIDN'T WANT TO **UPSET** YOU!

UPSET ME? MRS. MAY PARKER, IT'S TIME YOU THOUGHT OF **YOURSELF** FOR A CHANGE!

STAYING WITH YOUR FRIEND, **MRS. WATSON**, WOULD BE JUST WHAT YOU **NEED**. YOU'D HAVE **COMPANY**... AND SOMEONE WHO'D ALWAYS BE THERE TO LOOK AFTER YOU WHEN YOU NEED IT MOST!

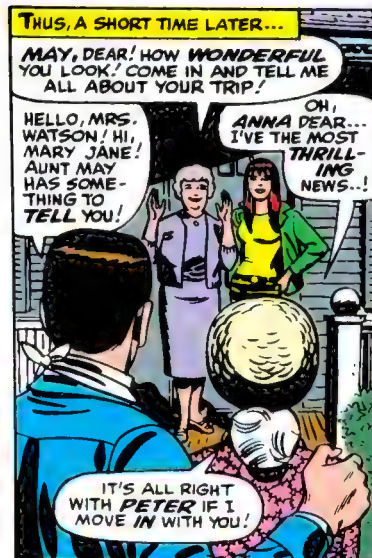
BUT WHAT ABOUT YOU, DEAR? WHAT WOULD YOU DO?



I'M NOT A **CHILD** ANY MORE, AUNT MAY... IT'S TIME I WAS GETTING OUT ON MY OWN! I'LL SHARE AN APARTMENT WITH **HARRY OSBORN**, ONE OF MY CLASSMATES!

AND THAT MEANS YOU CAN **SELL** THE HOUSE... AND HAVE ENOUGH MONEY TO LIVE COMFORTABLY FOR THE NEXT FEW YEARS!

I'M SO HAPPY... THAT YOU'RE TAKING IT LIKE THIS...



THUS, A SHORT TIME LATER...
MAY, DEAR! HOW **WONDERFUL** YOU LOOK! COME IN AND TELL ME ALL ABOUT YOUR TRIP!

HELLO, MRS. WATSON! HI, MARY JANE! AUNT MAY HAS SOMETHING TO TELL YOU!

OH, ANNA DEAR... I'VE THE MOST **THRILLING** NEWS...!

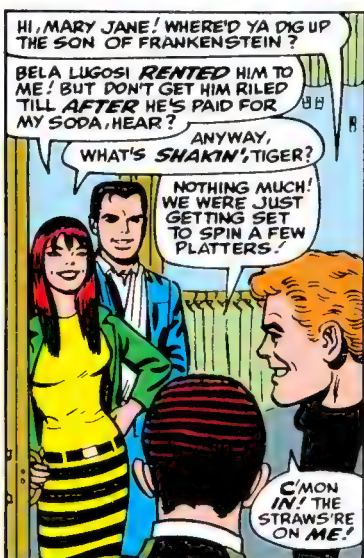
IT'S ALL RIGHT WITH **PETER** IF I MOVE IN WITH YOU!



I TOLD YOU IT WOULD BE! YOU'VE ALWAYS WORRIED ABOUT THAT BOY MUCH TOO MUCH!

AS FOR YOU, YOUNG LADY, WHAT SAY WE SKIP OVER TO THE **SILVER SPOON** TO CELEBRATE?

CELEBRATIONS ARE MY FAVORITE PEOPLE, DAD! LET'S, CUT OUT!



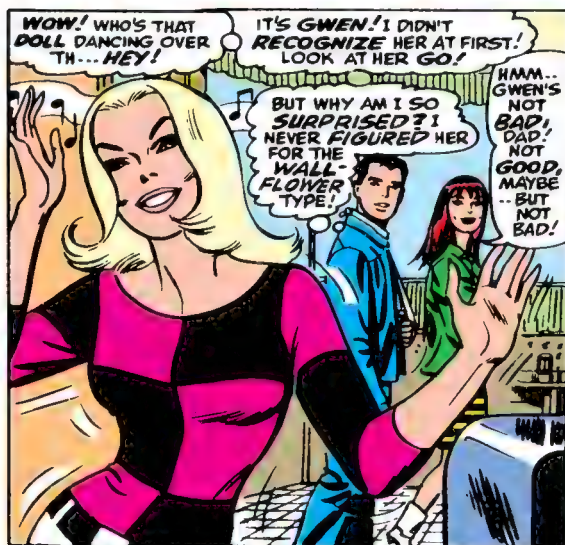
HI, MARY JANE! WHERE'D YA DIG UP THE SON OF FRANKENSTEIN?

BELA LUGOSI **RENTED** HIM TO ME! BUT DON'T GET HIM RILED TILL AFTER HE'S PAID FOR MY SODA, HEAR?

ANYWAY, WHAT'S **SHAKIN'**, TIGER?

NOTHING MUCH! WE WERE JUST GETTING SET TO SPIN A FEW PLATTERS.

C'MON IN! THE STRAWS'RE ON ME!

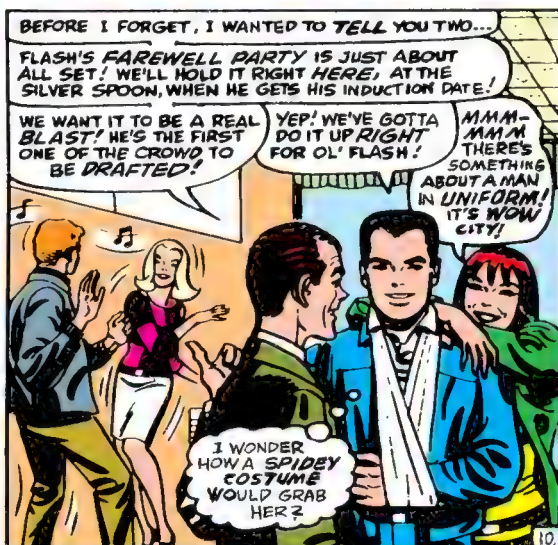


WOW! WHO'S THAT **DOLL** DANCING OVER TH... **HEY!**

IT'S **GWEN**! I DIDN'T RECOGNIZE HER AT FIRST! LOOK AT HER GO!

BUT WHY AM I SO SURPRISED? I NEVER FIGURED HER FOR THE **WALL-FLOWER** TYPE!

HMM... GWEN'S NOT **BAD**, DAD! NOT **GOOD**, MAYBE... BUT NOT **BAD**!



BEFORE I FORGET, I WANTED TO TELL YOU TWO...

FLASH'S **FAREWELL PARTY** IS JUST ABOUT ALL SET! WE'LL HOLD IT RIGHT HERE! AT THE **SILVER SPOON**, WHEN HE GETS HIS INDUCTION DATE!

WE WANT IT TO BE A REAL **BLAST**! HE'S THE FIRST ONE OF THE CROWD TO BE **DRAFTED**!

YEP! WE'VE GOTTA DO IT UP RIGHT FOR OL' FLASH!

MMM-MMM THERE'S SOMETHING ABOUT A MAN IN **UNIFORM**! IT'S **WOW CITY!**

I WONDER HOW A **SPIDEY COSTUME** WOULD GRAB HER?

HEY, GANG... DIDJA SEE THE BUGLE'S **EXTRA?**

SOME NUT NAMED THE **SHOCKER** MADE A **MONKEY** OUTTA SPIDER-MAN!

YEAH? **THAT'LL** BE THE DAY!

BUT THERE'S **PICTURES**, 'N EVERYTHING!

PROBABLY **FAKES!** OR ELSE SPIDEY WASN'T EVEN **TRYIN'!**

FAR AS I'M CONCERNED, **NOBODY** CAN BEAT THE OL' WEB-SLINGER!

DAILY BUGLE
SHOCKER SMASHES SPIDER-MAN!

POOR FEARLESS FLASH! HE'S PROBABLY SPIDER-MAN'S BIGGEST BOOSTER! BUT IF HE EVER FOUND OUT WHO SPIDEY REALLY IS... **FORGET IT!**

READY TO DIVE INTO A TWO-SCOOPER WITH ME NOW, M.J.?

NOT WHILE THE **JUKE** IS JUMPIN', DAD! SINCE YOU CAN'T SHAKE UP A STORM WITH YOUR WING IN A SLING, I'LL TAKE A RAIN CHECK TILL THE **COINS** RUN OUT!

IT'S JUST AS WELL! I WANNA LOOK FOR THE **SHOCKER**, ANYWAY!

I'LL BE TAKING OFF SOON! HAVE A HAPPY!

SAY, HARRY... REMEMBER THAT **OFFER** YOU MADE ME THIS MORNING?

HEY! YOU MEAN IT WAS OKAY WITH YOUR **AUNT?** MAN... THAT'S THE LIVIN' **END!** **SNORE, SON!**

WELL, WHAT ARE YOU STANDIN' AROUND FOR? GO HOME AND **PACK, JACK**

HOW ABOUT **DANCING** WITH A LADY, MR. **OSBORN?**

THIS IS MY CHANCE TO TAKE OFF AFTER THE **SHOCKER!**

KEEP A CANDLE IN THE WINDOW FOR ME, ROOMMATE!

AND THAT'S **THAT!** BOY, GWEN NEVER LOOKED MORE **GORGEOUS...** BUT SHE SURE DIDN'T KNOCK HERSELF OUT FALLIN' ALL **OVER** ME!

WHAT'S **WRONG** WITH ME, ANYWAY? WITH A BOMBSHELL LIKE **M.J.** IN THE PICTURE, I'M **STILL** NOT SATISFIED!

IT'S JUST THAT THERE'S SOMETHING ABOUT GWEN THAT **SINKS** ME... OR IS IT BECAUSE SHE'S MORE "HARD TO GET"?

NUTS! NEXT THING I'LL BE WRITING TO **DEAR ABBY!**

I'D BETTER SWITCH TO **SPIDEY**, AND DO SOME **WEB-SWINGING!**

HMMM! PARKER LOOKS LIKE HE'S OUT FOR **MORE** THAN JUST AN EVENING STROLL!

I'VE A HUNCH **PATCH** IS ABOUT TO LEARN HIS CONNECTION WITH **SPIDER-MAN** AT LAST!

AND THEN, EXACTLY SIXTY SILENT SECONDS LATER...

UH OH! MY **SPIDER-SENSE** IS TINGLING LIKE **MAD!** SOMEONE'S **WATCHING** ALLEY! ...NEARBY!

BUT... WHAT BECAME OF **PETER PARKER?**

IT'S **PATCH**... THE STOOL-PIGION!

IF HE SAW ME WALTZ IN HERE AS PETE PARKER... AND SEES ME NOW AS **SPIDEY**... HE WON'T HAVETA BE AN **EINSTEIN** TO DIG MY **SECRET!**

I'VE GOTTA THINK OF SOMETHING... BUT **FAST!**

FOSWELL... YOU'RE A FAT-HEADED, FEEBLE-MINDED **FOOL!**

HERE I'VE BEEN WONDERING WHERE **PARKER WENT** TO... AND THE ANSWER'S BEEN STARING ME IN THE **FACE** ALL THE TIME!

I SHOULD HAVE **GUESSED** IT... HE DIDN'T GO ANYWHERE...

PARKER IS SPIDER-MAN!

AND I'M THE ONLY ONE WHO **KNOWS** IT!

BUT THEN, THE STARTLED **PATCH** SUDDENLY HEARS...

HI, **SPIDEY!** NO **WONDER** I COULDN'T **FIND** YOU... HIDING UP IN THE **SHADOWS** LIKE THAT!

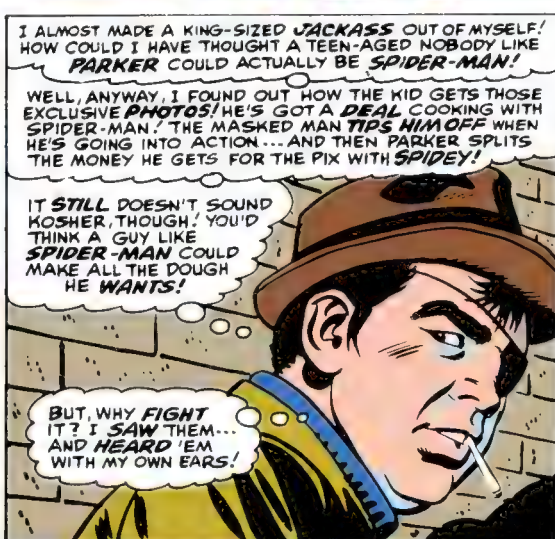
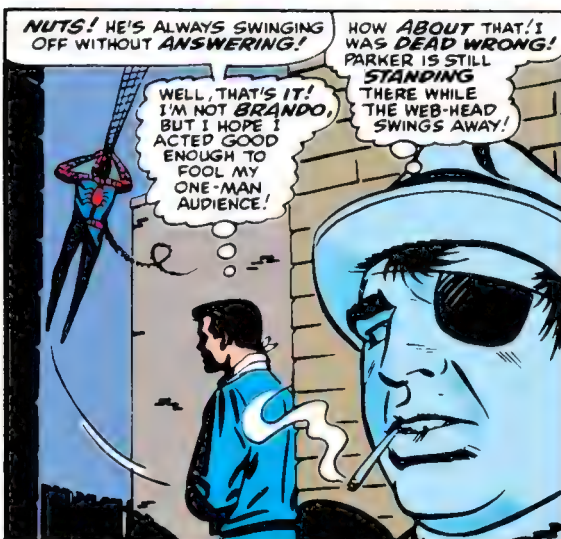
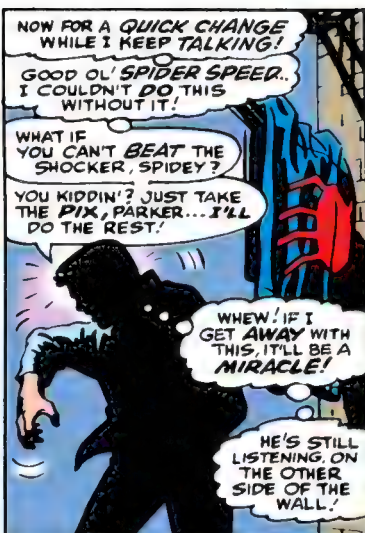
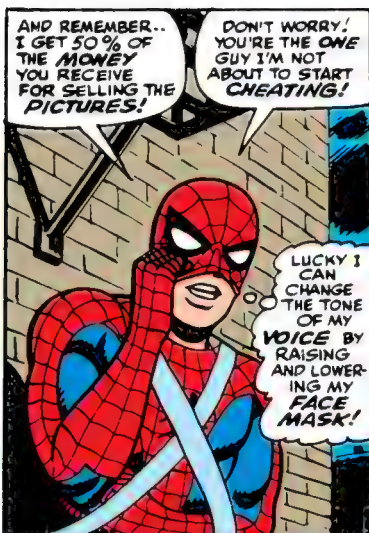
PARKER, I TOLD YOU TO **MEET** ME HERE BECAUSE I'M GOING AFTER THE **SHOCKER** TONIGHT!

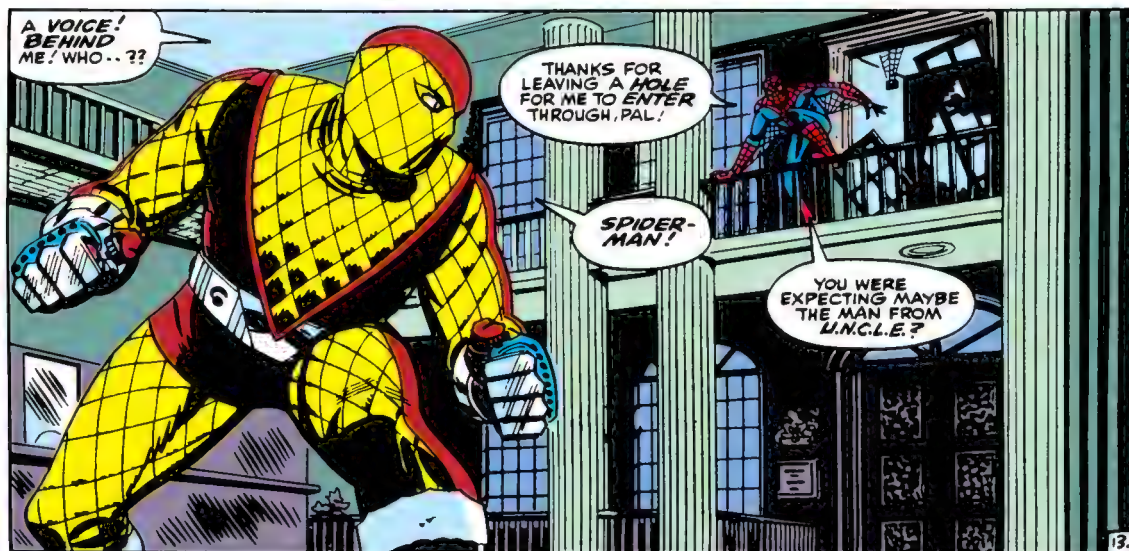
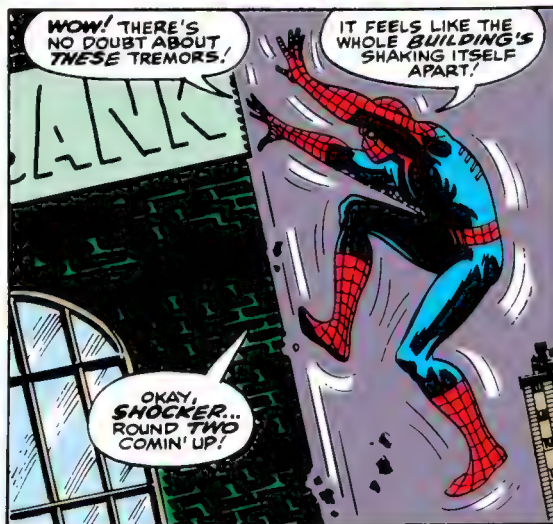
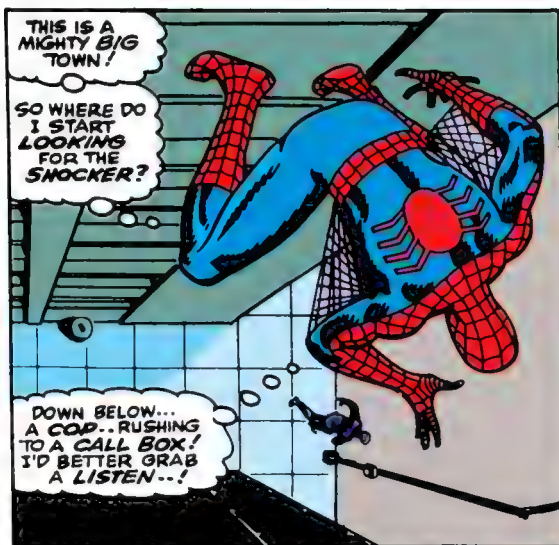
GET YOUR **CAMERA** LOADED... AND WAIT FOR MY **CALL!** GOT IT?

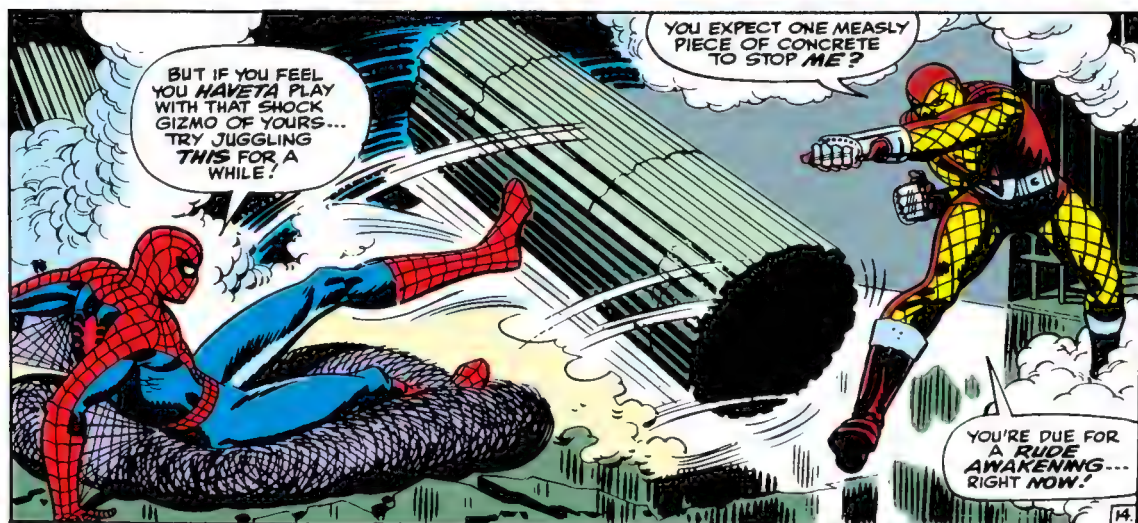
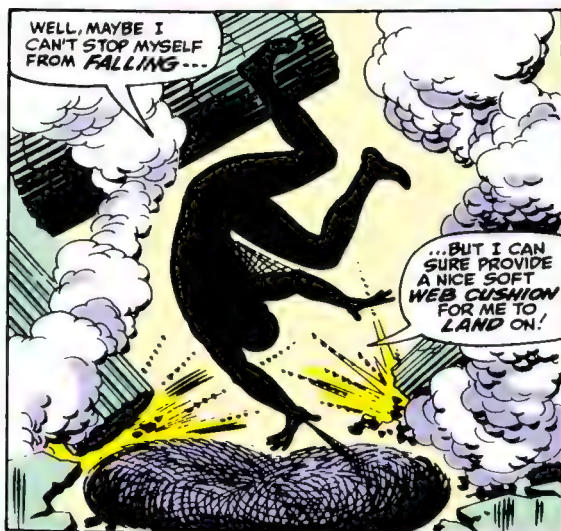
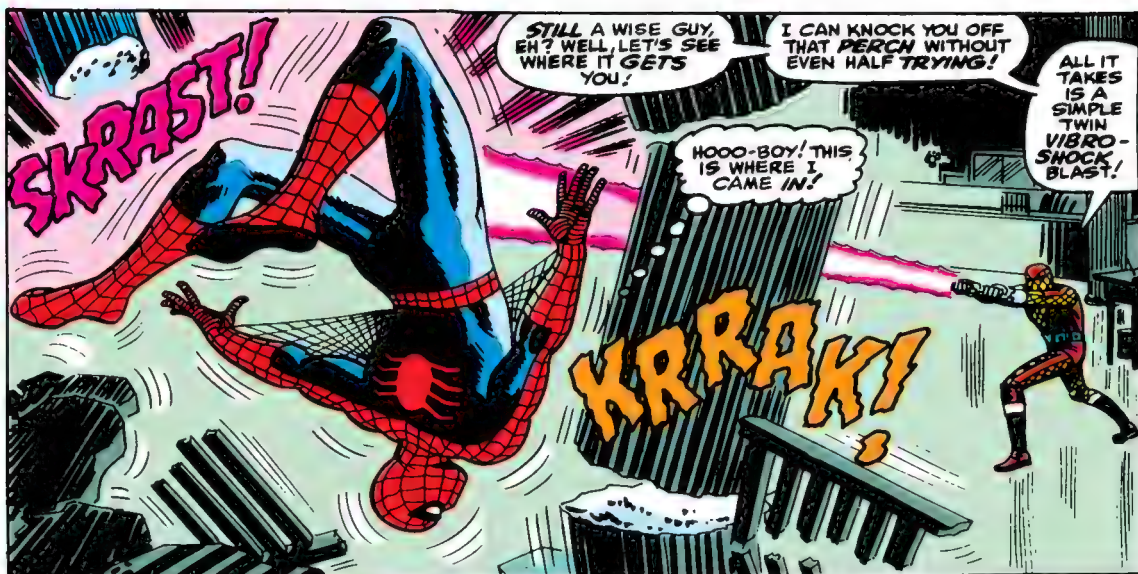
YOU CAN COUNT ON ME, **SPIDEY!**

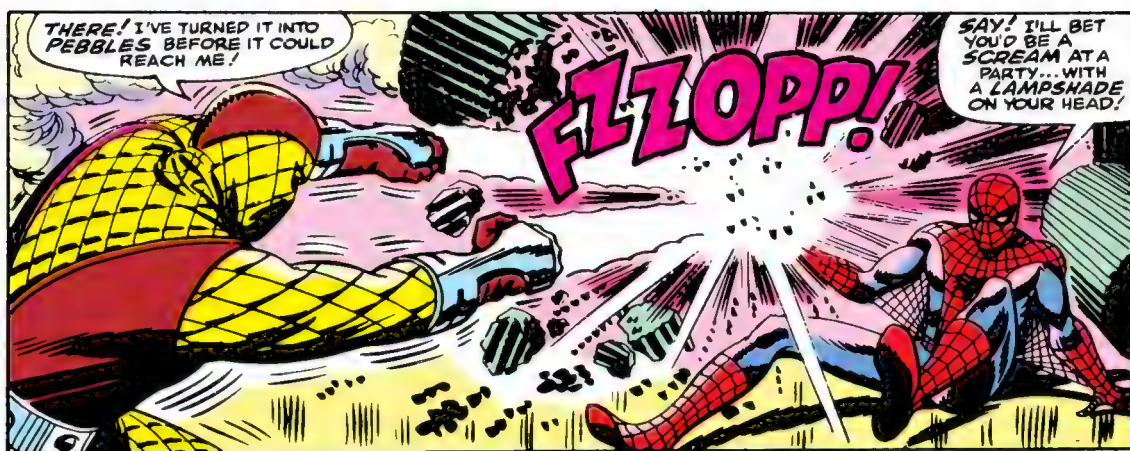
TWO VOICES! ONE **PARKER**... AND THE **OTHER...** THE **OTHER'S SPIDER-MAN!**

THEN... I WAS **WRONG!**

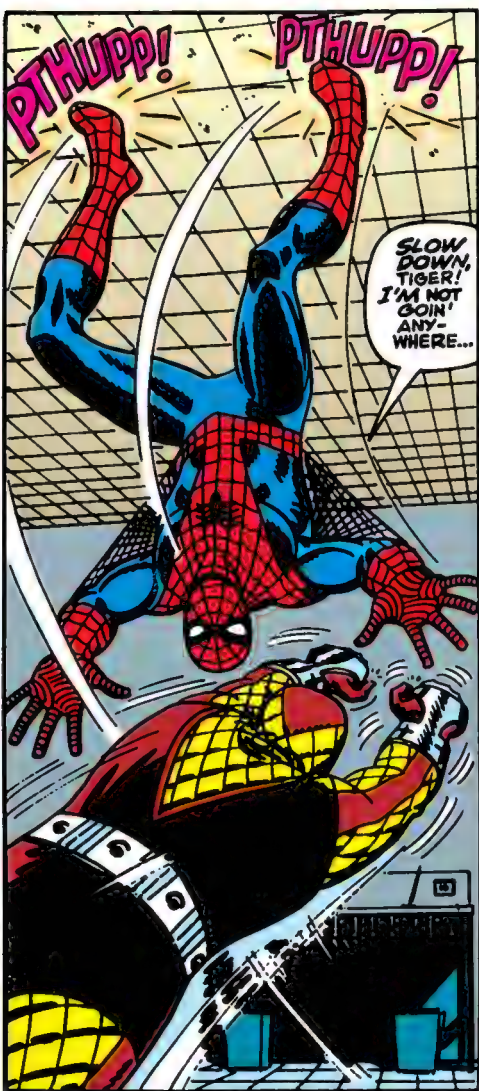
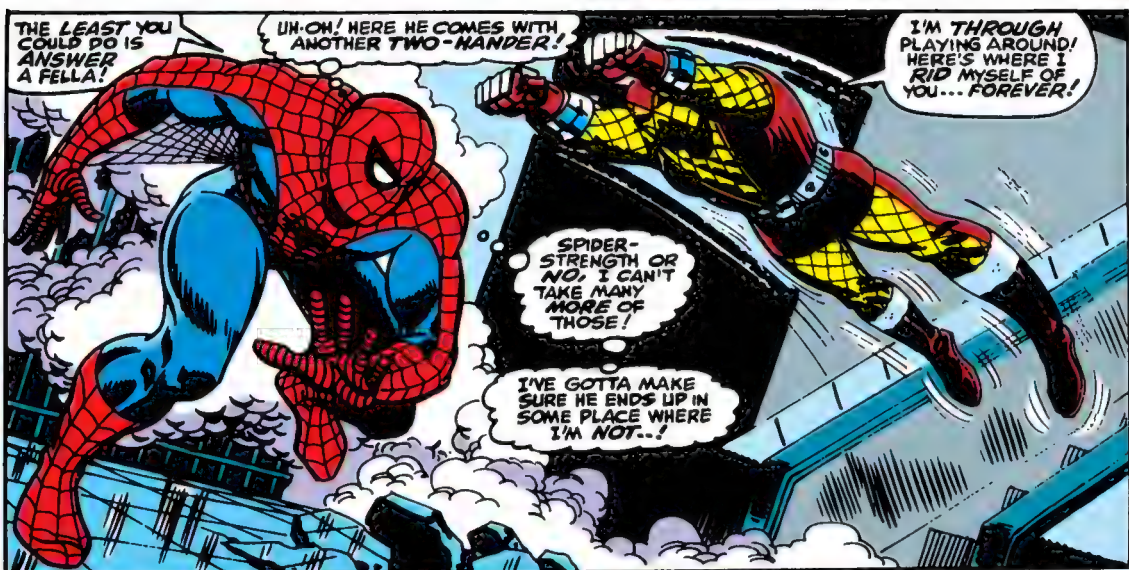


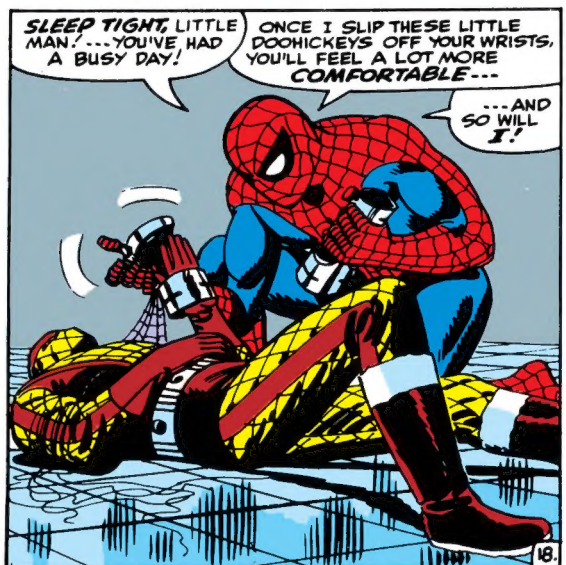
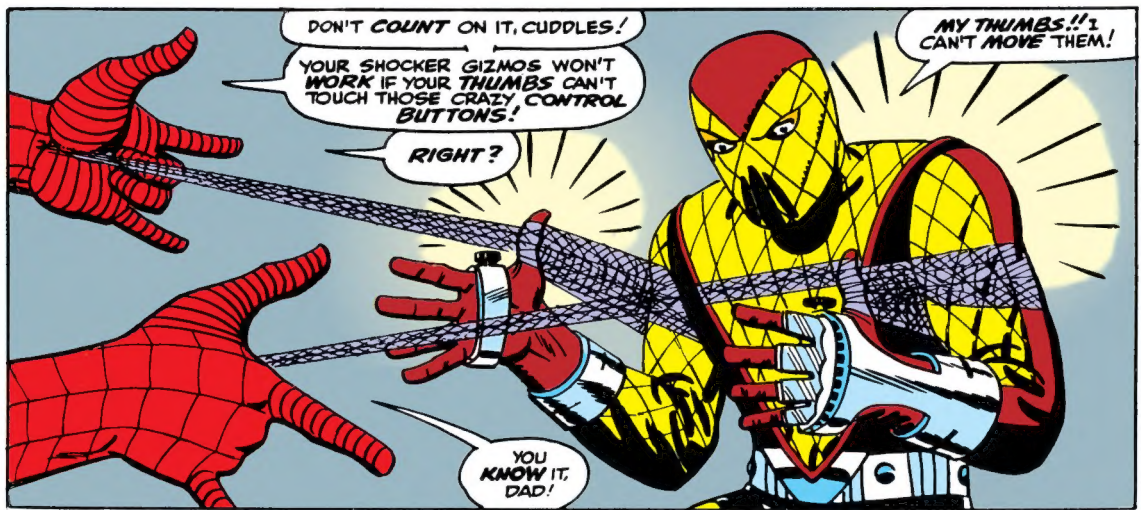


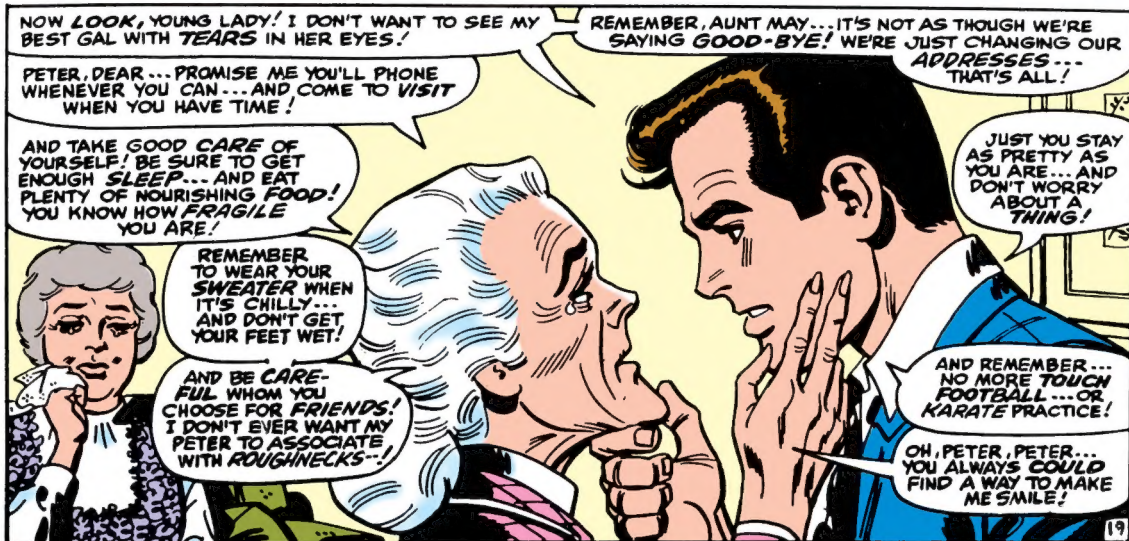
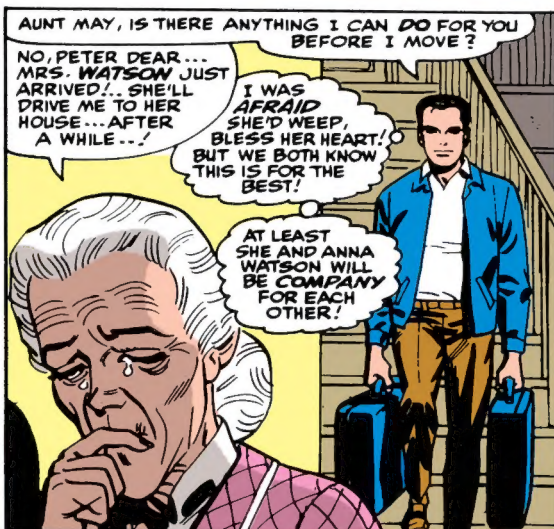
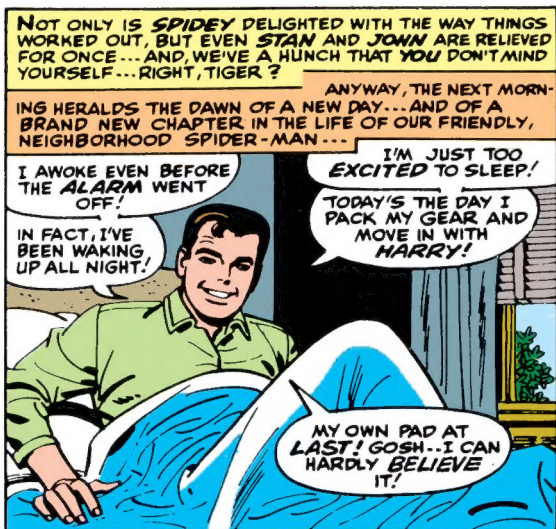


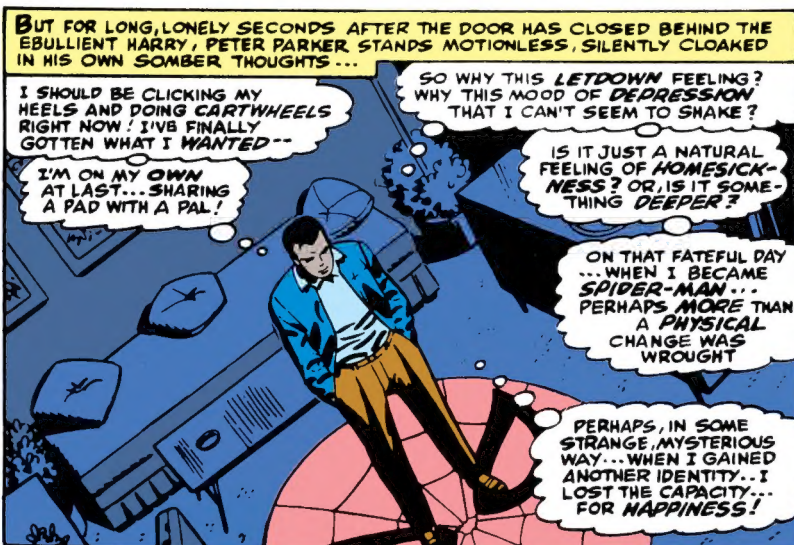
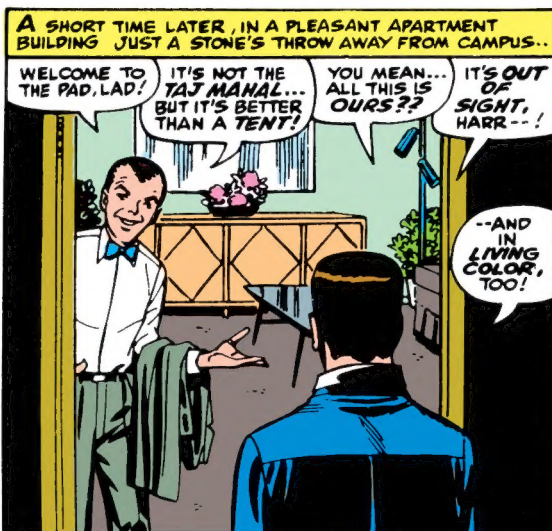
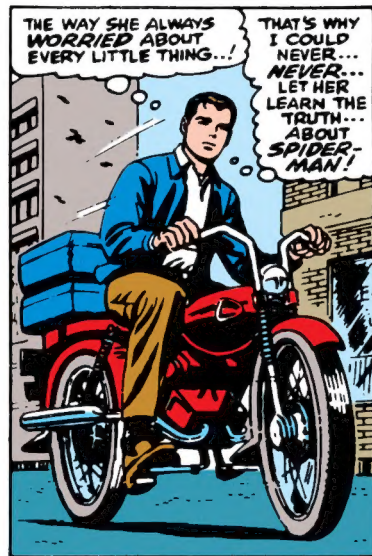
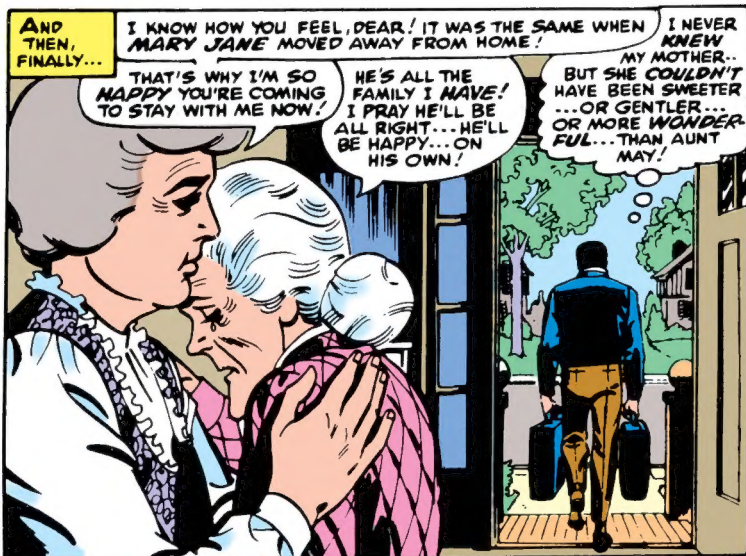












next:

**MORE POWERFUL!
MORE DANGEROUS!
MORE DEADLY
THAN EVER!**

**THE
RETURN
OF
KRAVEN
THE
HUNTER!**

20



Tyrant
Lizard
King

EMPIRE